

DECLARATION AND POWER OF ATTORNEY

I, PAUL D. HILLMAN, declare that I am a citizen of United Kingdom, residing at Sutton-in-Ashfield, United Kingdom, and that I believe I am one of the original, first, and joint inventors together with STEPHEN P. MIDDLETON of the subject matter which is claimed and for which a patent is sought on the invention entitled:

ENGINE AIR CHARGE SYSTEM WITH BRANCH CONDUITS

the specification of which is attached hereto.

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims.

I hereby claim foreign priority benefits under Title 35, United States Code, §119(a)-(d) of any foreign application(s) for patent or inventor's certificate or of any PCT international application(s) designating at least one country other than the United States of America listed below and have also identified below any foreign application(s) for patent or inventor's certificate or any PCT international application(s) designating at least one country other than the United States of America filed by me on the same subject matter having a filing date before that of the application(s) of which priority is claimed.

COUNTRY (OR INDICATE IF PCT)	APPLICATION NUMBER	DATE OF FILING (day, month, year)	PRIORITY CLAIMED UNDER 37 USC 119
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GREAT BRITAIN

0224130.5

17 OCT 2002

YES

I acknowledge the duty to disclose to the Patent and Trademark Office all information known to be material to patentability as defined in §1.56.

I hereby appoint John J. Cheek, Patent Office Reg. No. 39,628, telephone 44-173-358-4346, J. Wesley Blumenshine, Patent Office Reg. No. 32,399, telephone (309) 675-5537, J. W. Keen, Patent Office Reg. No. 28,432, telephone (309) 675-5753, and Dennis C. Skarvan, Patent Office Reg. No. 35,360, telephone (309) 675-6060, my attorneys and/or agents, with full power of substitution and revocation, to prosecute this application and to transact all business in the Patent and Trademark Office connected with this application. Please address all correspondence to: John J. Cheek, Caterpillar Inc., Intellectual Property Department, AB6490, 100 N.E. Adams Street, Peoria, Illinois 61629-6490.

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements are made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.



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10/APRIL/2003
Date